

IN THE UNITED STATES DISTRICT COURT
FOR THE MIDDLE DISTRICT OF TENNESSEE
NASHVILLE DIVISION

TPI HOLDINGS, INC., and TRADER)	
PUBLISHING COMPANY)	
)	
Plaintiffs,)	
)	
v.)	Civil Action No. 3:06-0104
)	Judge Trauger
JOSH BOND d/b/a RAINFOREST)	
CONSULTING, INC, et al.,)	
)	
Defendants.)	

PLAINTIFFS' REPLY TO COUNTERCLAIM

Plaintiffs reply to the Counterclaim as follows:

1. Plaintiffs are without knowledge or information sufficient to form a belief as to the truth of the allegations in paragraph 1 of the Counterclaim, and therefore deny same.
2. Plaintiffs admit paragraph 2 of the Counterclaim.
3. Plaintiffs deny the allegations and Affirmative Defenses in the Answer and accordingly deny paragraph 3 of the Counterclaim.
4. Plaintiffs deny the allegations in paragraph 4 of the Counterclaim.
5. Plaintiffs deny the allegations in paragraph 5 of the Counterclaim.
6. Plaintiffs deny the allegations in paragraph 6 of the Counterclaim.
7. Plaintiffs deny the allegations in paragraph 7 of the Counterclaim.
8. Plaintiffs deny the allegations in paragraph 8 of the Counterclaim.
9. Plaintiffs deny the allegations in paragraph 9 of the Counterclaim.
10. Plaintiffs deny the allegations in paragraph 10 of the Counterclaim.

11. Plaintiffs deny the allegations in paragraph 11 of the Counterclaim.
12. Plaintiffs deny the allegations in paragraph 12 of the Counterclaim.
13. Plaintiffs deny the allegations in paragraph 13 of the Counterclaim.
14. Plaintiffs deny the allegations in paragraph 14 of the Counterclaim.
15. Plaintiffs deny the allegations in paragraph 15 of the Counterclaim.
16. Plaintiffs deny the allegations in paragraph 16 of the Counterclaim.
17. Plaintiffs deny the allegations in paragraph 17 of the Counterclaim.
18. Plaintiffs deny the allegations in paragraph 18 of the Counterclaim.
19. Plaintiffs deny the allegations in paragraph 19 of the Counterclaim.
20. Plaintiffs deny the allegations in paragraph 20 of the Counterclaim.
21. Plaintiffs deny the allegations in paragraph 21 of the Counterclaim.
22. Plaintiffs deny the allegations in paragraph 22 of the Counterclaim.
23. Plaintiffs deny the allegations in paragraph 23 of the Counterclaim.
24. Plaintiffs deny the allegations in paragraph 24 of the Counterclaim.
25. Plaintiffs deny the allegations in paragraph 25 of the Counterclaim.
26. Plaintiffs deny the allegations in paragraph 26 of the Counterclaim.

First Affirmative Defense

The Counterclaim fails to state a claim on which relief can be granted.

Second Affirmative Defense

As a junior user and infringer of Plaintiffs' TRADER marks, Defendant/Counter-Plaintiff cannot be damaged by Plaintiffs' Registrations and accordingly cannot maintain an action for cancellation.

Third Affirmative Defense

Plaintiffs' incontestable registrations cannot be cancelled on grounds of descriptiveness.

Fourth Affirmative Defense

The Counterclaim is barred by Defendant/Counter-Plaintiff's unclean hands.

Respectfully submitted,

/s/ John L. Farringer IV

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Attorneys for Plaintiffs

CERTIFICATE OF SERVICE

Service of the foregoing was accomplished through the Court's Electronic Filing System upon the following on this 17th day of March, 2006:

Joel T. Galanter
James E. Gaylord
Adams and Reese LLP
424 Church Street, Suite 2800
Nashville, Tennessee 37219

/s/ John L. Farringer IV